HEINZ BINDER (SBN 87908) ROBERT G. HARRIS (SBN 124678) ROYA SHAKOORI (SBN 236383) BINDER & MALTER, LLP 2775 Park Avenue Santa Clara, CA 95050

Telephone: (408) 295-1700 Facsimile: (408) 295-1531

Attorneys for Debtor and Debtor-in-Possession MI PUEBLO SAN JOSE, INC.

## UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF CALIFORNIA SAN JOSE DIVISION

MI PUEBLO SAN JOSE, INC.,

Debtor,

CASE NO. 13-53893-ASW

CHAPTER NUMBER: 11

## PLAN SUPPLEMENT TO DEBTOR'S FIRST AMENDED PLAN OF REORGANIZATION PURSUANT TO CHAPTER 11 OF THE UNITED STATES BANKRUPTCY CODE

THIS IS THE DEBTOR'S PLAN SUPPLEMENT, FILED IN SUPPORT OF, AND IN ACCORDANCE WITH, THE **DEBTOR'S FIRST AMENDED PLAN OF REORGANIZATION PURSUANT TO CHAPTER 11 OF THE UNITED STATES BANKRUPTCY CODE**, WHICH WAS FILED IN THIS CASE ON APRIL 25, 2014 [DOCKET NO. 739] (AS IT MAY BE ALTERED, AMENDED, MODIFIED, OR SUPPLEMENTED FROM TIME TO TIME, THE "PLAN"). THE DOCUMENTS CONTAINED IN THE PLAN SUPPLEMENT ARE INTEGRAL TO, PART OF, AND INCORPORATED BY REFERENCE INTO THE PLAN AND, IF THE PLAN IS APPROVED, SHALL BE APPROVED IN THE CONFIRMATION ORDER.

PLEASE TAKE NOTICE that the documents in this Plan Supplement are subject to the consent of Victory Park. The Debtor, with the consent of Victory Park, reserves the right to alter, amend, modify, or supplement any document in this Plan Supplement except as otherwise set forth in the Plan; provided that if any document in this Plan Supplement is altered, amended, modified, or supplemented in any material respect, the Debtor will file a blackline of such document with the Bankruptcy Court.

<sup>1</sup> Capitalized terms used herein but not defined shall have the meaning ascribed to them in the Plan.

PLEASE TAKE FURTHER NOTICE that any Entity wishing to obtain copies of the Plan, the Plan Supplement, or copies of any pleadings filed in this Chapter 11 Case should contact the undersigned, Robert G. Harris at (408) 295-1700 extension 19, or may download copies at www.omnimgt.com/sblite/mipueblosanjose, or may request copies from the Debtor's Claims Administrator and Notice Agent, Rust Consulting Omni Bankruptcy, at MiPuebloballoting@omnimgt.com. You may also obtain copies of any pleadings filed in this Chapter 11 Case for a fee via PACER at http://ecf.canb.uscourts.gov/.

Dated: May 1, 2014 By: /s/ Robert G. Harri

Robert G. Harris HEINZ BINDER (SBN 87908) ROBERT G. HARRIS (SBN 124678) ROYA SHAKOORI (SBN 236383) BINDER & MALTER, LLP 2775 Park Avenue Santa Clara, CA 95050

Telephone: (408) 295-1700 Facsimile: (408) 295-1531

Attorneys for Debtor and Debtor-in-Possession Mi Pueblo San Jose, Inc.

3

## **TABLE OF CONTENTS**

**Exhibit A** Exit Facility

**Exhibit B** Cha Cha Exit Facility

**Exhibit C** Chavez Exit Note

**Exhibit D** Form of A Note and B Note

**Exhibit E** Form of Cha Cha Check Cashing Note

**Exhibit F** Form of Cha Cha Exit Note

**Exhibit G** Forms of Subordination Agreements

**Exhibit H** Description of Restructuring Transactions

**Exhibit I** Reorganized Mi Pueblo Organizational Documents

**Exhibit J** Section 1129(a)(5) Disclosure

**Exhibit K** Executory Contracts and Unexpired Leases to Be Assumed

**Exhibit L** Executory Contracts and Unexpired Leases to Be Rejected

**Exhibit M** Retained Causes of Action

**Exhibit N** Cha Cha Transfer Agreement

**Exhibit O** Form of Trade Credit Program Agreement

Case: 13-53893 Doc# 772 Filed: 05/01/14 Entered: 05/02/14 00:40:21 Page 3 of